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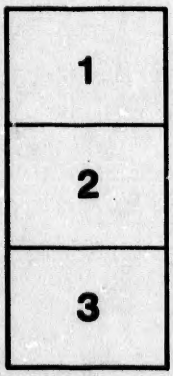

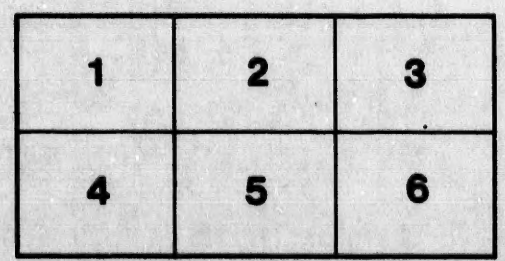

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THE

CONSTITUTION

OF THE

Incorporated Church Society

OF THE

DIOCESE OF TORONTO:

ADOPTED AT THE MEETING OF THE SOCIETY

HELD

ON THE TWENTY-THIRD DAY OF OCTOBER, 1844;

AND

SANCTIONED AND CONFIRMED BY THE LORD BISHOP,

AS THE ACT OF INCORPORATION DIRECTS.

COBOURG:

PRINTED AT THE DIOCESAN PRESS.

MDCCCXLIV.

1844
(25)

At a meeting of the Central Board and Lay Committee of the *Church Society of the Diocese of Toronto*, held in Toronto on the Twenty-first day of August, 1844, the Hon. the Chief Justice, the Hon. Mr. Justice Jones, the Hon. Mr. Justice Hagerman, the Rev. H. J. Grasett, and C. Gamble, Esq., were appointed a Committee to devise a Seal, and to suggest any alterations which it might seem advisable to make in the Constitution; and on the Twenty-third day of October, 1844, at a Special General Meeting of the Society, the Committee made the following Report:

REPORT.

The Committee of the Church Society of the Diocese of Toronto, appointed by resolution of the Society to devise a Seal and to suggest any alterations which it may appear to them advisable to make in the Constitution of the Society, and also to frame such Bye-Laws and Rules as may seem expedient for the conduct of its affairs under the new Act of Incorporation,

Respectfully beg leave to Report—That they have examined the Act of Incorporation of the Society for Propagating the Gospel in Foreign Parts, passed in the thirteenth year of the reign of King William the Third, and the bye-laws made by the venerable Society under the authority of that Statute, in order that by comparing them with the Constitution which has been adopted by the Church Society of the Diocese of Toronto, and with the Act subsequently passed incorporating that Society, the points in which they differ may be pointed out and fully considered. The result of such consideration may perhaps lead to the conclusion, that some, if not most, of the regulations of the venerable Society for Propagating the Gospel may with advantage be adopted here.

It will be convenient to consider the Constitution under the following heads:—1st. The composition of the Corporation. 2nd. Its Officers. 3rd. The times and place of Meeting. 4th. The method of conducting its business.

First.—With regard to the composition of the body corporate, the Charter of the English Society, after constituting a great number of persons members of the Corporation, who are especially named in the Act, and declaring that the persons holding certain public offices, chiefly ecclesiastical, and their successors for the time

being, shall also be members, directs that the Society may, at any of their stated meetings, which are appointed by the Act to be holden on the third Friday of every month, "elect such persons to be members of the said Corporation as they, or the major part of them then present, shall think beneficial to the charitable designs of the said Corporation."

In execution of this power "*to elect members*," the Society have, by one of their bye-laws, provided "that all subscribers of one guinea per annum, or contributors of ten guineas in one sum, and clergymen subscribing half a guinea annually, shall be *associated members*; and that from them the incorporated members shall be chosen by ballot." "That every incorporated member shall subscribe not less than two guineas annually to the Society, or contribute not less than twenty guineas in one sum."

"That the Corporation shall consist of the Bishops of the United Church of England and Ireland, the members appointed by Charter, and of three hundred other members."

"And that the Standing Committee of the Society shall be empowered, with the sanction of the President, to recommend persons, whether associated members or not, to be elected into the Corporation without reference to the limitation of members above stated."

The effect of these regulations is, that the Corporation of the Society for Propagating the Gospel now consists of the Bishops, of certain ex-officio members designated in the Charter, of three hundred associated members of the Society chosen by ballot, and of such other persons, whether associated members or not, as may have been elected by the Society, upon the recommendation of the Standing Committee, sanctioned by the President.

But all these incorporated members, without distinction, must be subscribers to the amount of two guineas annually, or contributors to the amount of twenty guineas in one sum.

The Corporation of the Church Society of the Diocese of Toronto is, by the Act of Incorporation, (7 Vic. ch. 68) made to consist of certain persons named in the Act, and of all such other persons as at the time of its passing were members of the Association according to the existing constitution, and their successors "*to be elected* in the manner provided in the Act; and of such other persons as shall from time to time be elected members of the Association, in the manner also directed by the Act."

By the Constitution referred to, it had been provided, that a subscription of one pound and five shillings yearly, should constitute a member of the Association, and twelve pounds and ten shillings, paid at any one time, a member for life; and the only provision made in the Act of Incorporation for electing successors, or for adding to the number of members for the time being, is contained in the third clause, which enacts, "that the Corporation and its successors shall and may, from time to time, hold assemblies and meetings of the said Corporation, which shall be called together in such manner, and at such times and places *as shall be directed* and appointed by the bye-laws, rules and regulations of the same, to transact the business of the said Corporation, *and shall and may, at any such meetings, elect such persons to be members of the said Corporation as they, or the major part of them then present, shall think fit*; Provided always, that no act done in any such assembly or meeting of the said Corporation shall be valid or effectual, unless six persons of the said Corporation, at the least, shall be present, and the major part of them consenting thereto."

The effect then of this Act of Incorporation and of the previous Constitution, taken together, is, that the Incorporated Church Society of the Diocese of Toronto consists of all the persons specially named in the Act of Incorporation, and of all such other members of the Association as are now subscribers to the amount of one

pound five shillings annually, or as have been contributors to the amount of twelve pounds ten shillings, paid at any one time. And we conceive that, besides these, those only can become incorporated members of the Society who shall hereafter be elected members at meetings of the Corporation, to be holden agreeably to the bye-laws and regulations to be hereafter made for that purpose, which meetings must consist of, at least, six members of the Corporation, and the election of members to be made therein, must be made by the major part of those present.

We see what was done by the Society in England under a similar power of adding to its members, "by electing, at their stated meetings, such persons to be members of the Corporation as they should think fit."

They did not conceive that the terms of that provision confined them to the election of persons to be proposed individually by name, at such meetings; but they made, by a bye-law, a general regulation, that three hundred members should be chosen by ballot from the associated members or subscribers, or rather, from such of them as should be contributors to a certain amount; and they provided for the election, in addition to these, of such individuals by name as should be proposed by their Standing Committee, with the sanction of the President.

Following that example, our Society may, if thought convenient, provide for incorporating additional members by election, from time to time, under a general regulation, which shall take in subscribers or donors of a certain class, from whom a limited number may be chosen by ballot or otherwise.

And may provide also for electing persons by name, who may be specially proposed to the Society.

It is to be borne in mind, however, that all those who at the time of the Act passing were members of the Society under their Constitution, are now members of the

Corporation, and will continue to be members, because the Act declares that they shall be.

We recommend that the future shall be provided for, by a bye-law, declaring that all those who now are, or who shall hereafter become members of the Association, and who shall subscribe ten shillings per annum to the funds of the Society, or contribute as much as five pounds in one sum, shall be associated members of the Society, and shall be eligible to be members of the Corporation.

That every incorporated member subscribe not less than one pound five shillings annually to the Society, or contribute not less than twelve pounds ten shillings in one sum.

That the Corporation shall consist of the Bishop of Toronto, for the time being, the members appointed by the Charter, and of so many of the other associated members of the Society as shall be elected members of the Corporation at the meetings to be from time to time holden, on the days appointed by the bye-laws of the Corporation, for its stated meetings; provided always, that the whole number of the members of the said Corporation shall at no time exceed three hundred, in addition to those made members by the Charter, nor ever be less in the whole than one hundred.

That the Standing Committee be empowered, with the sanction of the President, to recommend persons, whether associated members or not, to be elected into the Corporation, without reference to the limitation of numbers.

It might be more convenient, and perhaps would not be objectionable, as far as regards the effect, to provide, by a bye-law, that all persons should be members of the Corporation who should become associated members of the Society; but that, we apprehend, would not be a legal compliance with the terms of the Charter, which requires that the members of the Corporation shall hereafter be "*elected*" by the major part of the members of the Cor-

poration, who shall be present on their days of meeting. The word "*election*" implies a choice; but choice would be excluded if all persons became members of the Corporation *ipso facto* by their own act of subscribing. The Society in England (judging from their bye-laws) seems to have considered an actual election of members necessary, under the same form of words contained in their Charter, and we are of opinion that it will be safe and proper to follow their example.

With regard to the proposed limitation, as to numbers, the Provincial Statute having made all who were members of the existing Society members of the Corporation, there is no necessity for discussing whether their numbers are either more or less than it is convenient to have as members of the Corporation, for the Society has no choice in that respect; but with a view to what shall be the state of the Corporation in succeeding times, it may be well to fix limits, below or above which the numbers shall not range, in order to keep up, on the one hand, a proper confidence in the efficiency and management of the Corporation, by guarding against the conduct of its affairs falling into a few hands, and to afford reasonable security, on the other, against evils of another kind, which might be apprehended if the numbers were unlimited.

SECONDLY—With regard to the officers of the Corporation.

Nothing is said in the Statute respecting them. In the English Act incorporating the Society for Propagating the Gospel, provision is made for the appointment of a President, Vice-Presidents, Treasurer, Auditors and Secretary. That Act, however, laid the foundation of an Association which did not before exist. Our Statute had for its object the giving corporate powers and capacities to an Association already existing. Still it does not confine the Corporation, thus created, to the Constitution

which had been established in regard to the number or designation of officers, or the mode of appointing them, nor does it either, expressly or by any clear implication, place the Corporation in this, or any other respect, under the operation of the former Constitution; on the contrary, the third and fourth clauses of the Statute appear to us to require a Constitution to be framed by the incorporated body, for regulating the management of its affairs.

Considering, then, the subdivisions of the second head *seriatim*, we beg to observe, in regard to the office of President, that the special provision made in the Charter of the English Society, is, that the President shall be chosen yearly by the Society, on the third Friday of February, (which is one of their stated days of meeting appointed by the Charter). The Archbishop of Canterbury was appointed by the Charter to be the first President, and to continue until the period of election in the next year. We believe that, in point of fact, the Archbishop of Canterbury has usually, if not constantly, been elected President.

The Constitution which has been adopted for our Church Society provides, in its *third* article, "That the sanction of the Lord Bishop of the Diocese shall be necessary for the completion of all important acts of the Society," and it then proceeds to state who are to be *Vice-Presidents*, but it does not in any manner, except by the implication which may be conceived to arise from this third article, make provision for the office of President, otherwise than by inserting the name of the present Lord Bishop of the Diocese, as President of the Society, in the published list of its officers prefixed to the Constitution.

We recommend that the Lord Bishop of Toronto, and his successors, for the time being, shall be declared President of the Society, by a bye-law to be passed for that purpose.

The Vice-Presidents of the Society for Propagating the Gospel are, according to the Charter, to be chosen

annually, on the same day as the President, and it is left to the Society to choose one or more Vice-President or Presidents, as they may think proper, without any limitation as to number, or any direction as to the quality of the persons to be chosen. The Society have, in fact, elected about forty Vice-Presidents, consisting of the Right Reverend the Bishops and other dignitaries of the Church, and other members of the Society, lay and clerical.

Our Statute is wholly silent on the subject of officers of the Institution.

The Constitution of the existing Society provides, (in its fourth article), "That the Vice-Presidents shall consist of the Venerable the Archdeacon or Archdeacons of the Diocese, the Chairmen of the District Associations, and such other Clergymen or Laymen as may be appointed at an Annual General Meeting of the Society."

We beg leave to recommend that the Archdeacons within the Diocese shall at all times be Vice-Presidents, and that the Corporation shall, at their meeting on the first Wednesday in June in each year, choose, in addition, one or more Vice-President or Vice-Presidents. If a bye-law shall be passed to that effect, it will place the Corporation on a similar footing, as regards their Vice-Presidents, with the Society in England, except that the Archdeacons will always be Vice-Presidents, without being annually elected.

The Charter of that venerable Society provides also, that the Corporation, at their meeting on the third Friday in February in each year, shall "choose one or more Treasurer or Treasurers, two or more Auditors, one Secretary, and such other officers, ministers or servants, as shall be thought convenient to serve in the several offices for the year ensuing." Under this provision, the Society have chosen three Auditors, two Treasurers, one Secretary, an Assistant Secretary, an Assistant Treasurer, and one Collector.

Our Statute, as we before remarked, is silent as to the officers of the Corporation. The Constitution of the pre-existing Church Society made provision for the management of its affairs by a Central Board; and it directed that to this Board there should be attached a Secretary, an Assistant Secretary, (if required), and a Treasurer.

There is no special provision as to the manner of appointing these officers, or for what period they shall serve.

We beg leave to recommend that, in this respect also, the Church Society shall adopt the Constitution of the venerable Society for Propagating the Gospel, and that a bye-law be framed, to the effect, that the Corporation shall, at their meeting on the first Wednesday in June in each year, choose one or more Treasurer or Treasurers, two or more Auditors, one Secretary, an Assistant Secretary, and such other officers, ministers and servants, as shall be thought convenient to serve in the said offices for the year ensuing.

And, in order to the regular appointment of the officers of the Corporation, there being no provision in the Statute declaring that those who were officers of the Society should be deemed to hold corresponding offices in the Corporation, we beg leave to recommend that a bye-law shall be passed, providing that the President shall convene a meeting of the Society, by notice in the *Church* newspaper, on some day within one month from the present time, to be held at the place of meeting used by the Society before its incorporation; and that they, or the major part of such of them as shall then be present, shall proceed to the election of one or more Vice-President or Vice-Presidents, one or more Treasurer or Treasurers, two or more Auditors, one Secretary and an Assistant Secretary, and such other officers, ministers or servants, as to them shall seem meet, which said officers, from the time of their election to their respective offices, shall continue therein until the first Wednesday in June next, and

from thence until others shall be chosen into their places in manner aforesaid.

Or it may, perhaps, be the better course, to provide for the period between this and the first *Annual* Meeting for the election of officers, by resolving that the officers of the Society before its incorporation shall, in the interim, fill the same offices in the Corporation.

We recommend further—

That a bye-law shall be passed, providing that if it shall happen that any of the persons at any time chosen into any of the said offices shall die, or on any account be removed from such office at any time during the period for which he was elected to serve, in such case the President or any one of the Vice-Presidents, shall convene a meeting to be held at the usual place of meeting of the said Society, at such time as shall be specified in the notice of such meeting, and that such members of the Corporation as shall be present at the meeting, or a majority of them, shall and may choose an officer or officers in the room or place of such person or persons so dead or removed, as to them shall seem meet,

Provided, that it shall not be necessary for any such meeting to be called for supplying any vacancy of the office of Vice-President, but the President may do so in his discretion.

We observe that the Charter of the Society for Propagating the Gospel contains a provision that all the officers elected shall take an oath duly to execute their respective offices; and the Society have by a bye-law further required that all the officers of the Society engaged in the management of the Society's funds, shall be required to give sufficient security, before admission to their respective offices.

Neither the Act of Incorporation of our Society, nor the Constitution formerly adopted, contains any provision respecting oaths of office or security.

We merely notice these points of difference. Oaths of office not being required by the Statute, they can perhaps not properly be imposed by any bye-laws of the Corporation; and they will probably not be deemed important. The exacting security from those who have to account for the funds of the Society will no doubt be thought necessary, so soon as the income of the Society will warrant them in assigning a remuneration to the Treasurer for his services. At present we propose no regulation for that purpose.

THIRDLY—Times and place of meeting of the Corporation.

The former Constitution of the Church Society provided that "a General Meeting of the Society should be held at Toronto annually, on the first Wednesday in June, and that the Central Board of Management should hold their Meetings for the transaction of the ordinary business of the Society on the first Wednesday of every month, that of June excepted; but that Special Meetings of the Board might be held upon the requisition of the Lord Bishop, or in his absence, of two of the Vice-Presidents."

This regulation, if it were thought advisable to continue it, would require to be established by a bye-law of the Corporation, for the third clause of the Statute (7 Vic. ch. 68) enacts "that the Corporation and their successors shall and may from time to time hold assemblies or meetings of the said Corporation, which shall be called together in such manner, and at such times and places, as *shall be directed* and appointed by the bye-laws, rules and *regulations of the same*," &c.; so that the times and places of meeting, it is clear, are required to be established by regulations to be made after the passing of the Statute, and to be made by the bye-laws *of the Corporation*.

The Charter of the Society for Propagating the Gospel did not leave this matter to be entirely arranged by

the Corporation; but provided expressly "that they shall and may on the third Friday in every month yearly, and oftener, if occasion requires, meet at some convenient place to be appointed for that purpose, to transact the business of the Society."

We beg leave to recommend that a bye-law be passed providing that the Church Society of the Diocese of Toronto shall and may, on the first Wednesday in every month yearly, for ever hereafter, and oftener if occasion requires, meet at the place appointed for the transaction of the business of the Church Society of the said Diocese—

And that the President or the Standing Committee have power to call a Special Meeting of the said Society, at any time.

FOURTHLY—The Management of the business of the Society.

We apprehend that both the second and fourth clauses of our Act of Incorporation, render it necessary that the Corporation should lay the foundation of its system of proceeding by laws and regulations to be passed under the Charter; and that nothing can be done under the Constitution heretofore adopted. Whatever parts of the Constitution, therefore, it may be thought proper to retain, must, as it seems to us, be established anew under the Charter.

The Act of Incorporation does not of itself prescribe the system of proceeding in any other particulars than the following:

It provides that six members of the Corporation at least shall be present at any meeting; and it makes the assent of the major part of those present necessary to the validity of any act to be done at such meeting.

And further, that "no constitution, bye-law, rule or regulation of the Society, nor any abrogation, repeal, change, or alteration of the same, shall be of any force or

effect, until it shall have been sanctioned and confirmed by the Bishop of or administering the Diocese for the time being, by writing under his hand."

These few regulations are of course absolutely binding upon the Society; they cannot be altered, and need not be repeated in any form of Constitution which it may be determined to adopt, except that it may be expedient to recite them merely for the purpose of bringing them into view.

The Statute which forms the Charter of the venerable Society for Propagating the Gospel, besides the provisions which we already have had occasion to notice, contains directions that the Presidents or some one of the Vice-Presidents must be present at every meeting: that the Society "may on the third Friday in November, February, May, and August yearly, make constitutions, laws, ordinances and statutes, *and at no other meeting of the Society;* and "that they may at such meetings, *and on no other days*, execute leases for years of their real estates," &c.

There are one or two other enactments which regard their powers and duties, but not their mode of proceeding, which is what we are at this moment considering.

With regard to the above regulations laid down by that Charter, the first, namely that the President, or some one of the Vice-Presidents, must be present at every meeting, is one of obvious propriety, which there can be no hesitation in adopting.

The second, namely, that all bye-laws must be passed at particular meetings which are specified, and on no other days, is calculated no doubt to render it more convenient for all members of the Corporation to take a part, if they are inclined, in framing or discussing the laws and ordinances, because knowing that such business can be transacted only on those particular days, they may rest secure that by attending then they will have the opportunity of watching such proceedings. It seems to us very

questionable, however, whether our Society could consistently with the third and fourth clauses of the Act of Incorporation, lay down such a rule of proceeding; for those clauses enact "that at *any of the meetings* of the Corporation to be held for transacting the business of the Corporation, at such times as may be appointed by the bye-laws, *any constitution rules and regulations whatever may be passed.*" It would seem contrary to this to declare that bye-laws should be passed only at *some* of the meetings, and not at all, or any of them. Nevertheless, it might be advantageous to observe a tacit understanding that unless upon some exigency, bye-laws and ordinances should not be made, repealed, or altered except at certain seasons of the year.

The third of these regulations, namely, that the Corporation may on four set days and no others execute leases, is one which, as a mere regulation of the mode of conducting a particular branch of their business, may be left to the Society to adopt or not, as they may think proper, at any of their meetings. We confine ourselves in this report to what may be considered as articles of the constitution of the Society.

Having thus examined those particulars in which our Act of Incorporation provides for the government of the Society, and having further compared and considered the Constitution established for the Venerable Society in England by its Charter, and by the bye-laws which have been passed under it, with the constitution under which our Society was proceeding before its incorporation, we have as the result of this consideration and comparison, framed a constitution which we beg leave to submit as embodied in a series of resolutions to be proposed to the Society; and we have given such explanations as we trust may shew on what ground we have decided upon any particular regulation which might seem open to question, and from what quarter we have derived it.

The Venerable Society for Propagating the Gospel in Foreign Parts, has for nearly a century and a half conducted its operations with such singular harmony and success, that we confess being actuated by a strong inclination to place our Society, whose objects are so similar, as nearly upon the same footing as circumstances will permit. We think besides other advantages which may attend this course, that there is a simplicity in the machinery of that truly noble Institution which recommends it strongly to our adoption.

We should wish, in fact, only to differ where the terms of our Charter, or the circumstances of our condition, leave us no choice.

Acting in this spirit, we think it judicious to recommend the appointment of a Standing Committee of the Society, to propose matters for the consideration of the monthly meetings; under the impression that the members of that Committee will in a great measure, as in England, compose the monthly meeting for transacting the business of the Society; while it is of course perfectly open to all the other members of the Corporation to attend at such meetings, the times and place of which are fixed and known; and to take a full part with them in the business to be transacted there.

Such an arrangement seems preferable in this respect, that whatever is actually done at the stated meetings, is both in substance and form the act *of the Society*, and does not go forth with a less authority, as the act of a Central Board, which though it may be made competent to represent the Society, in all matters committed to it, does yet appear to be something inferior to the Society itself, and does in fact constitute a separate machinery.

The Standing Committee, under such an arrangement, will exist only for the convenient purpose of preparing business to be proposed; and this may be most conveniently done by a quorum of three of their body, while in

all that is actually transacted or resolved, it is the Society or Corporation itself that acts and speaks, and not any subordinate Board or Committee.

To preserve with the same view the unity of the Society, and to render its action as little complicated as that of the venerable Society in England, by whose exertions so much good has been accomplished, we forbear to recommend the keeping up of a Lay Committee, as distinct from the Society at large. Indeed we are not sure that we could with propriety do so, after the grant of a Charter to the Society which recognizes no distinction of its members into Lay and Clerical, but establishes a Corporate Body for the attainment of objects of a common interest to all its members.

With respect to the District Branch Associations, and Parochial Committees, we are happy to find that they can be retained without impairing the resemblance which we think it desirable to preserve between this Society and the Society for Propagating the Gospel in Foreign Parts. It happens that that Society has within a late period established Parochial Associations, and District Committees; and that great advantages have been found to follow from their introduction. As the Statute erecting that Corporation makes no more provision than ours for any such subordinate Associations, the right to create them can be no more questioned in the one case than in the other. We therefore recommend that the existing arrangements in this Diocese respecting District Associations and Parochial Committees, shall not be disturbed; but that the provisions respecting them which were contained in the former constitution of the Society, shall be made part of the new constitution adopted under the Charter; and we have prepared an article for that purpose, in which one or two slight changes are proposed, which experience has shewn to be desirable.

We need not remark further upon details. If the new constitution which we have suggested and framed be adopted the effect will be this—All contributors to the funds of the Society who either subscribe ten shillings annually, or make a donation of not less than five pounds will be associated members of the Society, and capable of being elected members of the Corporation; which Corporation will consist of the Bishop of Toronto for the time being as its perpetual President,—of all those, who by the Statute 7 Vic. ch.68, are made members; (in other words of all those who at the time of the Act passing were members of the Society,) and of those who shall be elected members at the stated meetings of the Society; with the limitation as to numbers expressed in the bye-laws; but such limitation as to numbers will never prevent the incorporation of any person into the Society who shall be specially recommended by the Standing Committee with the sanction of the Bishop.

The Vice Presidents (excepting the Archdeacons,) and other officers of the Society will be chosen annually,

The Society will be required to meet on a certain fixed day in every month, when it will be the Society itself that meets, and not a Central Board or Committee.—These meetings every incorporated member of the Society will have a right to attend, and everything transacted there will be transacted by the Society itself, and not by any Board or Committee. It will be understood, therefore that the whole authority and responsibility of the Society will attach to whatever is done or resolved upon at any of these meetings, or at any other meetings specially called according to the proposed bye-laws.

What is called the Standing Committee will exist for no other purpose than to digest and prepare matter, (whether arising out of the current correspondence and business, or otherwise,) to be considered and resolved upon by the Society at their monthly meetings—that is—

in other words, by the Corporation, without distinction of Lay-members or Clerical, and in disposing of which every member of the corporation will have an equal voice there being no longer any Central Board or Lay Committee. It is of course to be understood however, that the business of the meetings will not be necessarily confined to such matters as the Standing Committee may lay before them, that institution being a mere arrangement of convenience for expediting and facilitating the business of the Society, and not intended to interfere with the right of any member of the Corporation to propose other matters for discussion.

The District and Parochial Associations as hitherto existing will not be disturbed; but will continue, and others may be established on the same principle. The only difference as to them under the new constitution will be, that they will hereafter be placed in connexion with the incorporated Society itself, and not with a Central Board.

Though on all the regular days of meeting it will be competent to the Society to enter upon the general business of the Corporation of whatever importance, yet it may be well that it should be a matter understood by the Society at large, that the annual day of meeting on which the Vice Presidents and Officers are to be chosen, will be an occasion on which the Clergy and other distant members may be expected to attend; as a day of reunion of the Society,—such an arrangement we think would be agreeable and advantageous.

But this as well as all other matters on which we have ventured to express an opinion is respectfully submitted to the consideration of the Society.

After the Constitution shall have been adopted, with any modifications which may be suggested; then the Society will be in a condition to regulate by their bye-laws many details, in such a manner as may tend to the

most safe and convenient management of their affairs;—but such details, it cannot be expected that the Society should take up at this meeting, when there was as yet no constitution to regulate their proceedings.

We believe it to be desireable that the Articles of the Constitution should be few and clear; and that they should be allowed to remain as much as possible unaltered; but if experience shall show some changes to be necessary, the Society can make them without difficulty at any time hereafter,—except in those few particulars which are fixed by the Charter.

We have been requested by the Society to consider of a device for a Seal, and if no better suggestion shall be made from any other quarter we recommend that which we present here to the adoption of the Society.

J. B. ROBINSON,

Chairman.

Toronto, 23 October, 1844.

CONSTITUTION

OF THE

Church Society of the Diocese of Toronto,

INCORPORATED BY THE STATUTE OF CANADA

7 VICTORIA, CH. 68,

For promoting the following objects:

FIRST—For the encouragement and support of Missionaries and Clergymen of the United Church of England and Ireland within the Diocese of Toronto, and for creating a Fund towards the augmentation of the stipends of poor Clergymen, and towards making provision for those who may be incapacitated by age or infirmity, and for the Widows and Orphans of the Clergy of the said Church, in the said Diocese.

SECONDLY—For the encouragement of Education, and for the support of Day-schools and Sunday-schools in the said Diocese, in conformity with the principles of the said Church.

THIRDLY—For granting assistance where it may be necessary, to those who may be preparing for the Ministry of the Gospel in the said Church within the said Diocese.

FOURTHLY—For circulating in the said Diocese, the Holy Scriptures, the Book of Common Prayer of the said Church, and such other Books and Tracts as shall be approved by the Central Board or Managing Committee of the said Association.

FIFTHLY—For obtaining and granting aid towards the erection, endowment and maintenance, of Churches, according to the establishment of the said Church in the said Diocese; the creation and maintenance of Parsonage-houses; the setting apart of Burial-grounds and Church-yards; the endowment and support of Parsonages and Rectories, according to the same establishment, and the management of all matters relating to such endowments.

I.

That before the Society shall enter upon business at any of its meetings, the following Prayers be said:

PREVENT us, O Lord, in all our doings, with Thy most gracious favour; and further us with thy continual help; that in all our works begun, continued, and ended in Thee, we may glorify Thy holy name, and finally by Thy mercy obtain everlasting life, through Jesus Christ our Lord. *Amen.*

O GOD, from whom all holy desires, all good counsels, and all works of piety and charity do proceed, we beseech Thee to visit with Thy favour our Sovereign QUEEN VICTORIA, and so rule her heart, that she may in all things seek Thy honour and glory. Prosper with Thy blessing the designs of this Society. Comfort with Thy grace those benefactors who contribute to its support. Bless the Ministry of Thy Servants, the Clergy; the endeavours of all who are engaged in spreading the knowledge of true Religion in this Province, and the labours of those Missionaries who are promoting the same in Foreign parts. And may Thy Holy Spirit direct all our consultations to the advancement of Thy glory, and the good of Thy Church, through Jesus Christ our Lord. *Amen.*

O MERCIFUL God, who hast made all men, and hatest nothing that Thou hast made, nor wouldest the death of a sinner, but rather that he should be converted and live: Have mercy upon all Jews, Turks, Infidels and Heretics, and also upon all

those Heathen Nations, on whom the light of Thy glorious Gospel hath not yet shone: especially the INDIANS of this Continent. Bless the means used for their civilization and conversion, and take from them all ignorance, hardness of heart, and contempt of Thy Word: and so fetch them home, blessed Lord, to Thy flock, that they may be saved among the remnant of the true Israelites, and be made one fold under one Shepherd, Jesus Christ our Lord, who liveth and reigneth with Thee and the Holy Spirit, one God, world without end. *Amen.*

OUR Father which art in Heaven, hallowed be Thy name. Thy kingdom come. Thy will be done in Earth, as it is in Heaven. Give us this day our daily bread. And forgive us our trespasses, as we forgive them that trespass against us. And lead us not into temptation; but deliver us from evil: for Thine is the kingdom, and the power, and the glory, for ever and ever. *Amen.*

AND WHEN BUSINESS IS ENDED.

ALMIGHTY GOD, Father of all mercies, we Thine unworthy servants, do give Thee most humble and hearty thanks for all Thy goodness and loving-kindness to us and to all men: more particularly, for the providential support by which this Society hath been enabled to spread abroad the knowledge of Thy sacred truth. But above all, for Thine inestimable love in the redemption of the world by Thy blessed Son, for the means of grace, and for the hope of glory, which Thou hast given us in the same our Lord and Saviour Jesus Christ; to whom with Thee and the Holy Ghost be all honour and glory, world without end. *Amen.*

THE Grace of our Lord Jesus Christ, and the love of God, and the Fellowship of the Holy Ghost, be with us all evermore. *Amen.*

II.

That all those who now are or who shall hereafter become Members of the Association, and who shall subscribe Ten Shillings annually to the funds of the Society, or contribute as much as Five Pounds in one sum, shall be associated Members of the Society, and shall be eligible to be members of the Corporation.

Vide By-laws of the Society for the Propagation of the Gospel in Foreign Parts, Art. 8.

III.

That every incorporated Member subscribe not less than One Pound Five Shillings annually to the funds of the Society, or contribute not less than Twelve Pounds Ten Shillings in one sum.

Vide By-laws of the Society for the Propagation of the Gospel in Foreign Parts, Art. 9.

IV.

That the Corporation shall consist of the Bishop of Toronto for the time being, of the Members appointed by the Charter, and of so many of the other associated members of the Society as shall be elected by ballot members of the Corporation, at the Meetings to be from time to time holden, on the days and at the place appointed by the by-laws of the Corporation for its stated meetings. Provided always, that the whole number of members of the said Corporation, in addition to those who are made members by the Statute, shall at no time exceed three hundred, and that the whole number of members of the Corporation shall never be less than one hundred.

Vide By-laws of the Society for the Propagation of the Gospel in Foreign Parts, Art. 10.

V.

That the Standing Committee of the Society to be appointed as provided in one of the following by-laws, be empowered, with the sanction of the President, to recommend persons whether associated members or not, to be elected into the Corporation, without reference to the limitation of numbers.

Vide By-laws of the Society for the Propagation of the Gospel in Foreign Parts, Art. 11.

VI.

That the Lord Bishop of Toronto for the time being shall be President of the Society; and the Venerable the Archdeacons within the Diocese shall be Vice-Presidents.

VII.

That the Society shall at their Meeting on the first Wednesday in June in each year, choose one or more Vice-President or Vice-Presidents, in addition to the Archdeacons, one or more Treasurer or Treasurers, two or more Auditors, one Secretary and one Assistant Secretary, and such other officers, ministers and servants, as shall be thought convenient, to serve in the said offices for the year ensuing.

See Statute 13 Wm. III., incorporating the Society for the Propagation of the Gospel in Foreign Parts, Sec. 9.

VIII.

That the Vice-Presidents, Secretary, Assistant Secretary, and Treasurer of the Society, who were in office at the time of its incorporation, shall continue in their respective offices until the first Wednesday in June next, and from thence until others shall be chosen into their places in manner aforesaid.

IX.

That if it shall happen that any of the persons at any time chosen into any of the said offices, shall die, or on any account be removed from such office at any time during the period for which he was elected, or appointed to serve, in such case the President, or any one of the Vice-Presidents, shall convene a Meeting to be held at the usual place of meeting of the Society, at such time as shall be specified in the notice of such Meeting: and that such members of the Corporation as shall be present at the Meeting, or the majority of them, shall and may choose an officer or offi-

Vide Stat. 13 Wm. III., incorporating the Society for the Propagation of the Gospel in Foreign Parts, Sec. 11.

cers in the room or place of such person or persons so dead or removed, as to them shall seem meet. Provided that it shall not be necessary for any such Meeting to be called for supplying a vacancy in the office of Vice-President: but the President may do so in his discretion.

X.

That the Society shall and may on the first Wednesday in every month yearly, for ever hereafter, and oftener if occasion requires, meet at the place heretofore used for the transaction of the business of the said Society, or at such other place as may be hereafter appointed for that purpose; and that the President or Standing Committee have power to call a special meeting of the said Society at any time.

Vide Stat. 13 Wm. III., incorporating the Society for the Propagation of the Gospel in Foreign Parts, Sec. 12.

XI.

That no act done in any Meeting of the said Society shall be valid and effectual, unless the President or some one of the Vice-Presidents, shall be present at such Meeting.

Vide Stat. 13 Wm. III., incorporating the Society for the Propagation of the Gospel in Foreign Parts, Sec. 13.

XII.

And with regard to all Meetings of the Society, and to the making, altering, or repealing any by-laws, rules, or regulations at such Meetings, it is to be specially noticed that by the Act of the Legislature incorporating this Society, (7 Vic. ch. 68) it is enacted that no act done in any such assembly or meeting of the Corporation shall be valid or effectual, unless six persons of the Corporation at the least shall be present, and the major part of them consenting thereto.

Vide 7 Vic. ch. 68, incorporating the Church Society of the Diocese of Toronto, Sec. 3.

And further, that no constitution, by-law, rule or regulation of the Society, nor any abrogation, repeal, change, or alteration of the same, shall be of any force or effect until it shall have been sanctioned and confirmed by the Bishop of, or administering the Diocese, for the time being, by writing under his hand.

Vide 7 Vic. ch. 68, incorporating the Church Society of the Diocese of Toronto, Sec. 5.

XIII.

That a Standing Committee consisting of the President, Vice-Presidents, Treasurer or Treasurers, Secretary and Assistant Secretary, and not more than twenty other Members (three of whom shall be a quorum), be appointed to prepare matters for the consideration of the monthly meetings.

Vide By-laws of the Society for the Propagation of the Gospel in Foreign Parts, Art. 6.

XIV.

That minutes of all the proceedings of the Society be taken, and that at each meeting of the Society the minutes of the preceding meeting be read by the Secretary, and signed by the Chairman.

Vide By-laws of the Society for the Propagation of the Gospel in Foreign Parts, Art. 4.

XV.

That the accounts of the Society be closed on the thirty-first day of March in each year; and that the same be audited within one month from that date.

Vide By-laws of the Society for the Propagation of the Gospel in Foreign Parts, Art. 5.

XVI.

That the Treasurer manage the receipts and expenditure, under the orders of the Society; and that he keep his accounts in such manner as shall from time to time be directed by the Auditors, subject to the control of the Society.

Vide By-laws of the Society for Propagating the Gospel in Foreign Parts, Art. 12.

XVII.

That the Secretary conduct the correspondence of the Society, take minutes of the proceedings of the General Meetings and Committees, and prepare the Annual Report of the Society.

Vide By-laws of the Society for the Propagation of the Gospel in Foreign Parts, Art. 13.

XVIII.

And whereas by the Constitution of the Church Society of the Diocese of Toronto, adopted on the 28th day of April, 1842, it was ordained as follows, that is to say :

In connexion and correspondence with the Society, District Associations shall be established, comprising one or more Districts, into which the Province is by law divided; the same to be composed of the Clergy resident within the bounds of the same, and all other members of the Church who shall contribute in aid of the Society's funds;—the Archdeacon, or senior Clergyman resident within its bounds, shall *ex-officio*, be Chairman of such District Branch Association, with whom shall be associated, as composing a Committee of Management, the Clergy of the several Parishes or Missions, within the bounds of such District, and one or two Laymen from each of the same, a Secretary and Treasurer.

A general meeting of each Branch District Association shall be held in January in each year, at any time and place which may be agreed upon at a previous quarterly meeting of the Committee of Management; and quarterly meetings of the Committee of Management,—not less than five to form a quorum,—shall be held, viz.: on the first Tuesday in January, April, July and October, for the transaction of the ordinary business of the Branch Association.

In order the more fully to carry out the objects of the Society, each Parish, in the person of its Clergyman and Church-wardens, shall be a Sub-Association, in correspondence, through its Chairman (the Clergyman), with

the District Branch Association, and may be denominated *The Parochial Committee of the Church Society.* This Committee shall meet so often, and at such periods, as they shall themselves decide to be most convenient, inviting the co-operation of all the parishioners, in their deliberations and designs. They shall collect subscriptions and donations from the members of the Church, in such manner as they shall deem most effective, and endeavour by every means in their power to augment the resources of the Society. One sermon, at least, shall be preached during the year, in favour of the objects of the Institution, on the Sunday next succeeding the Annual Public Meeting of such Parochial Association. All monies raised to be transmitted to the Treasurer of the District Association.

One-fourth of all monies paid into the hands of the Treasurer of the District Committees respectively, shall be transmitted to the Treasurer of the General Society, to be at the disposal of the Central Board, and the remaining three-fourths of all such collections shall, when required, be expended within the Parish or District in which they have been made, for such objects only as are specified in the Constitution of the Society.—the allotment to be made at the Quarterly Meetings of the District Branch Association. All monies not required to be expended for local purposes, and remaining unappropriated at the General Annual Meeting of the District Association, shall be forthwith transmitted to the Treasurer of the Society at Toronto.

The District Associations, through their respective Secretaries, shall communicate to the Secretary of the Parent Society at Toronto a minute statement of all receipts and expenditure within the sphere of their operations, embodied in the form of a Report, once in each year, as soon as convenient after the General Annual Meeting of such District Branch Association.

It is now ordained by the Society, that the above Articles and Regulations shall continue in force and be adopted as part of the Constitution of the Incorporated Society; and that the several District Associations and Parochial Committees and Associations which have been, or may hereafter be formed, in accordance with the said Articles, shall be and remain in connexion and correspondence with this Society, in the same manner as before the same was incorporated, subject to any such alteration as may be thought expedient, except that whatever act or duty in relation to the said District or Parochial Associations might, according to the said Articles, have been performed by the Central Board of the Society, shall and may hereafter be performed by the Society, at its meetings to be held under the Charter, and according to the By-laws passed or to be passed under the authority of the same. And except also, that the following amendments of the said Articles be now adopted, that is to say—That the limits of the several District Associations shall be defined with the sanction of the President; that the days of the general and quarterly meetings of such Associations shall be appointed by their own regulations respectively; and that the directions contained in the said Articles respecting the preaching of sermons in furtherance of the objects of the Society, shall be no longer in force,—but that the same shall be left to the direction of the Society.

XIX.

That four Sermons be preached annually in the several Churches, Chapels and Stations of this Diocese, in aid of the funds of this Society, at such times as the Lord Bishop shall appoint; that of these collections the proceeds o one shall be annually invested for the benefit of infirm Clergymen, and the Widows and Orphans of Clergymen deceased; that the proceeds of two of the said annual sermons shall be devoted to the maintenance of Travel-

ling or Resident Missionaries in this Diocese, and that the proceeds of the fourth shall be appropriated to any other object embraced within its Constitution as the Society may from time to time direct.

XX.

That the Charter and these By-laws do together form the Constitution of the Church Society of the Diocese of Toronto, and that nothing which is contained in the Constitution of the Society established on the 28th day of April, 1842, or in any by-law, rule or regulation, amending or altering the same, shall apply to or be in force in respect to the Incorporated Church Society of the Diocese of Toronto, except such provisions thereof as are above expressly referred to, and continued in force.

SANCTIONED AND CONFIRMED by me, this Twenty-third day of October, 1844.

(Signed) JOHN TORONTO.

It was Resolved—

That the device for a Seal submitted by the Hon, the Chief Justice be adopted as the device of the Seal of the Corporation.

It was resolved, That—

The	Rev.	Dr. Beaven,	C. Gamble, Esq.
"	"	Dr. Bethune,	L. O'Brien, Esq. M. D.
"	"	H. J. Grasett,	F. W. Barron, Esq.
"	"	H. Scadding,	Mr. Alderman Dixon,
"	"	T. Creen,	William Atkinson, Esq.
"	"	A. F. Atkinson	Alex. Burnside, Esq.
"	"	J. G. Geddes,	Robert Stanton, Esq.
"	"	D. E. Blake,	Wm. Proudfoot, Esq.
"	"	T. S. Kennedy,	J. G. Chewett, Esq., and
"	"	Alex. Sanson,	J. G. Spragge, Esq.

be members of the Standing Committee.

It was resolved—

That the Report of the Committee appointed "to devise a Seal, and to suggest any alteration which it may appear to them advisable to make in the Constitution of the Society, and also to frame such By-laws and Rules as may seem expedient for the conduct of its affairs under the Act of Incorporation," read at this meeting, and the Constitution and By-Laws now adopted, with references shewing from what source they have been derived, with the objects of the Society as stated in the preamble of the Act of Incorporation, be printed under the direction of the Standing Committee.

It was resolved—

That the thanks of this Society be given to the Hon. Henry Sherwood, M. P. P., for his zeal and attention in promoting in the Legislature the passing of the Act of Incorporation, which will enable the Society, under the Divine blessing, to prosecute its benevolent purposes with much greater facility and effect.

It was resolved—

That the thanks of the Society be tendered to the Honourable the Chief Justice, for the zeal and labour which he has employed in framing a Constitution for this Society, under the Act of Incorporation which has recently been passed and assented to by Her Majesty.

ACT OF INCORPORATION.

PROCLAMATION.

PROVINCE OF CANADA. } C. T. METCALFE.

VICTORIA, by the Grace of GOD, of the United Kingdom of Great Britain and Ireland, QUEEN, Defender of the Faith, &c. &c. &c.

To all to whom these presents shall come, or whom the same may concern—GREETING:

WHEREAS at a Session of the Parliament of Our Province of Canada, holden at Kingston, in Our said Province, on the twenty-eighth day of September, one thousand eight hundred and forty-three, and prorogued on the ninth day of December then next ensuing, in the seventh year of Our Reign, a certain Bill, intituled, "*An Act to Incorporate the Church Societies of the United Church of England and Ireland, in the Dioceses of Quebec and Toronto,*" was passed in the Legislative Council and Assembly, and was, at the prorogation of the said Session, on the ninth day of December aforesaid, presented to the Right Honourable SIR CHARLES THEOPHILUS METCALFE, Our Governor General of Our said Province, for Our Assent thereto, who, in pursuance of the authority vested in him by a certain Act of the Parliament of Great Britain and Ireland, passed in the Session held in the third and fourth years of Our Reign, intituled, "*An Act to re-unite the Provinces of Upper and Lower Canada, and for the Government of Canada,*" and according to his discretion then and there declared that he reserved the aforesaid Bill for the signification of Our Pleasure thereon: NOW KNOW YE, that the aforesaid Bill, intituled, "*An Act to Incorporate the Church Societies of the United*

Church of England and Ireland in the Dioceses of Quebec and Toronto," having been laid before Us in Council, on the twenty-third day of May now last past, WE HAVE been pleased to Assent to the same; and WE DO by these presents, and according to the provisions of the said Act of Parliament of Great Britain and Ireland, passed in the said Session held in the third and fourth years of Our Reign, Assent to the said Bill, of which all Our loving subjects will take notice, and govern themselves accordingly.

IN TESTIMONY WHEREOF, WE have caused these our Letters to be made Patent, and the Great Seal of Our said Province of Canada to be hereunto affixed: WITNESS, Our Right Trusty and Well Beloved The Right Honourable SIR CHARLES THEOPHILUS METCALFE, Baronet, G. C. B., one of Our Most Honourable Privy Council, Governor General of British North America, and Captain General and Governor in Chief, in and over our Provinces of Canada, Nova Scotia, New Brunswick, and the Island of Prince Edward, and Vice Admiral of the same, &c. &c. &c.: at Our Government House, in Our City of Montreal, in Our said Province of Canada, this Twenty-seventh day of June, in the year of our Lord, one thousand eight hundred and forty-four, and in the eighth year of Our Reign.

C. T. M.

By Command,

D. DALY, *Secretary.*

AN ACT

To Incorporate the Church Societies

OF

The United Church of England and Ireland,

IN THE

DIOCESES OF QUEBEC AND TORONTO.

WHEREAS it has been represented to the Legislature of this Province, that certain persons hereinafter named, and divers others, inhabitants of Lower Canada, and also certain other persons hereinafter named, and divers others inhabitants of Upper Canada, have respectively established themselves together under a Constitution, Rules and Regulations, and have contributed, or engaged to contribute considerable sums of money, and have given or granted, or promised to give or grant, lands or real estate for the following objects, that is to say:—First, for the encouragement and support of Missionaries and Clergymen of the United Church of England and Ireland, severally within the Dioceses of Quebec and Toronto, and for creating a fund towards the augmentation of the Stipends of poor Clergymen, and towards making a provision for those who may be incapacitated by age or infirmity ,and for the widows and orphans of the Clergy of the said Church, respectively, in the said Dioceses; Secondly, for the encouragement of education and the support of Day Schools and Sunday Schools in the said Dioceses, respectively, in conformity with the principles of the said Church; Thirdly, for granting assistance, where it may be necessary, to those who may be preparing for the Ministry of the Gospel in the said Church within the said Dioceses, respectively; Fourthly, for circulating in the said

Dioceses, respectively, the Holy Scriptures, the Book of Common Prayer of the said Church, and such other Books and Tracts as shall be approved by the several Central Boards or Managing Committees of the said Associations; Fifthly, for obtaining and granting aid towards the erection, endowment and maintenance of Churches according to the establishment of the said Church in the said Dioceses, respectively, the creation and maintenance of Parsonage-Houses, the setting apart of Burial-Grounds and Church-Yards, the endowment and support of Parsonages and Rectories according to the said establishment, and the management of all matters relating to such endowments: And whereas it would tend greatly to facilitate and promote the purposes of the said Associations that they should severally be incorporated and empowered to hold property in mortmain without letters of license, and to manage, administer, alienate or dispose of the same, for the uses and purposes aforesaid, and to make and enforce rules and regulations, respectively, for the government of the said Associations, severally, and for better attaining the purposes aforesaid: Be it therefore enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and of the Legislative Assembly of the Province of Canada, constituted and assembled by virtue of and under the authority of an Act passed in the Parliament of Great Britain and Ireland, intituled, *An Act to re-unite the Provinces of Upper and Lower Canada, and for the Government of Canada*, and it is hereby enacted by the authority of the same, That the Lord Bishop of the said Diocese of Quebec, the Lord Bishop of Montreal, or the Bishop administering the said Diocese for the time being, and William Smith, Andrew W. Cochran, Henry Jessop, Henry J. Noad, John Racey, James H. Kerr, David Burnet, W. H. Leaycraft, John M. Fraser, the Rev. C. L. F. Haensel, George Hall, James Bolton, the Reverend George Mackie, the Reverend Edward Cusack, Robert Symes, the Reverend Edmund W. Sewell, William Price, Noah Freer, Edward Bowen, John G. Irvine, Hammond Gowen, Sir James

Stuart, Baronet, Matthew Bell, William Phillips, Henry Le Mesurier, Junior, Edward L. Montizambert, Thomas Trigge, Peter Patterson, George B. Hall, James Turnbull, William Stevenson, James B. Forsyth, Alexander D. Bell, James Dyke, William Bowes, R. M. Harrison, H. S. Dalkin, Edward Boxer, Archibald Campbell, Charles Secretan, James McKenzie, E. P. Woolrich, George H. Parke, Samuel McCaulay, James J. Loundes, G. Newton, Charles Secretan, Thomas Glover, Robert Daikers, H. W. Welch, and such other persons as are now members of the said Association of the Diocese of Quebec, according to the existing Constitution, Rules and Regulations thereof, and their successors, to be elected in the manner hereinafter provided, and such other persons as shall from time to time hereafter be elected to be members of the said Association in the manner hereinafter provided, shall be and are hereby declared to be a Body Corporate and Politic, in name and in deed, by the name of "The Church Society of the Diocese of Quebec;" and that the Lord Bishop of Toronto, the Venerable George O'Kill Stuart, Robert Simpson Jameson, Levius Peter Sherwood, James B. Macaulay, Jonas Jones, Christopher Alexander Hagerman, Peter Boyle De Blaquiere, William Henry Draper, John Simcoe Macaulay, James Gordon, John Boulton, John Solomon Cartwright, D'Arcy Boulton, Mahlon Burwell, John B. Askin, Thomas Mercer Jones, Frederick Widder, William B. Jarvis, Henry Ruttan, Joseph Wells, Walter Boswell, Zacheus Burnham, T. A. Stewart, William Dickson, James Kerby, William Allan, George Crookshank, R. C. Wilkins, Philip Vankoughnet, Gerrard Lloyd, John Macaulay, Sir Allan Napier Macnab, Guy C. Wood, George Salmon, Henry Sherwood, and such other persons as are now members of the said Association of the Diocese of Toronto, according to the existing Constitution, Rules and Regulations thereof, and their successors, to be elected in the manner hereinafter provided, and such other persons as shall from time to time hereafter be elected to be members of the said Association in the manner hereinafter provided, shall be and are hereby

declared to be a Body Corporate and Politic, in name and in deed, by the name of "The Church Society of the Diocese of Toronto," and that by the same names the said Associations shall have each perpetual succession and a Common Seal, with power to change, alter, break, or make new the same, as often as they shall judge expedient, and that they and their successors by the same names, respectively, may sue and be sued, implead and be impleaded, answer and be answered unto, in any Court of Record, or other place of Judicature within this Province; and that they, and their successors, by the names aforesaid, shall be able and capable in law, respectively, to purchase, take, have, hold, receive, enjoy, possess and retain, without license in mortmain, or *Lettres d'Amortissement*, all messuages, lands, tenements, and immovable property, money, goods, chattels, and movable property, which have been or hereafter shall be paid, given, granted, purchased, appropriated, devised or bequeathed in any manner or way whatsoever, to, for, and in favour of the said Church Societies, respectively, to and for the uses and purposes aforesaid, or any of them, and to do, perform and execute, all and every lawful act and thing useful and necessary for the purposes aforesaid, in as full and ample a manner, to all intents, constructions and purposes, as any other Body Politic or Corporate by law may or ought to do.

II. And be it enacted, that all lands, messuages, tenements, hereditaments, or immovable property, and all rents, sum and sums of money, charged upon and issuing or payable out of any lands, messuages, tenements, hereditaments, or immovable property, as aforesaid, and all sums of money, goods, chattels, effects, or movable property, which have been or shall hereafter be paid, given, granted, purchased, appropriated, devised, or bequeathed in any manner or way whatsoever, to, for, or in favour of the said Corporations, respectively, to and for the uses and purposes aforesaid, shall be and the same are hereby vested in the said Corporations, respectively, to and for the uses and purposes aforesaid, in such manner and form, and subject to such by-laws, rules and regulations, as may be made and passed

by the said Corporations, respectively, concerning the same, in the manner hereinafter provided: And that the said Corporations, or the Central Boards thereof, or such other Executive and Managing Committees thereof as shall from time to time be appointed and authorized for this purpose by the by-laws, rules and regulations, which may be made and passed in the manner hereinafter mentioned, for the government of the said Corporations, shall, respectively have power and authority to alienate or exchange, and to demise, let and lease for any terms of years, such messuages, lands, tenements, hereditaments, and immovable property, as shall be so as aforesaid given, granted, purchased, appropriated, devised, or bequeathed to the said Corporations, respectively, for all or any of the purposes aforesaid, and to have, receive, and take the purchase money, consideration or price, rents, issues, or profits thereof: Provided always, that the said Corporations, or Central Boards thereof, or such other Executive or Managing Committees, as aforesaid, shall, respectively, have, receive, take and hold, such purchase money, consideration or price, rents, issues or profits, for the uses and purposes hereinbefore mentioned and set forth, or some or one of them, and for none other.

III. And be it enacted, that the said Corporations, and their successors, shall and may, respectively, from time to time, hold assemblies and meetings of the said Corporations, which shall be called together in such manner and at such times and places as shall be directed and appointed by the by-laws, rules and regulations, of the same, to transact the business of the said Corporations, and shall and may at any such meeting elect such persons to be members of the said Corporations, respectively, as they or the major part of them then present shall think fit: Provided always, that no act done in any such assembly or meeting of the said Corporations shall be valid or effectual, unless six persons of such Corporations, at the least, shall be present, and the major part of them consenting thereto.

IV. And be it enacted, that the said Corporations, or the major part of those who shall be present at any of the meetings

of the said Corporations to be held in manner aforesaid, shall and may, respectively, make and ordain any constitution, by-laws, rules and regulations, whatsoever, which to them or the major part of them then present, not being fewer in number than six, as aforesaid, shall seem meet, reasonable or requisite, touching and concerning the well ordering and governing of the affairs and business of the said Corporations, and the due administering and improving the property thereof, and the more effectually promoting the purposes thereof, as aforesaid, and such constitution, by-laws, rules and regulations, in like manner from time to time to abrogate, repeal, change or alter, as may be found expedient, which constitution, by-laws, rules and regulations, shall be binding upon and shall be observed, performed and kept by the members of the said Corporations, respectively: Provided always, that the same shall not be repugnant or contrary to the aforesaid purposes of such Corporations, or to the laws in force in this Province.

V. Provided always, nevertheless, and be it enacted, that no such constitution, by-law, rule or regulation, of either of the said Church Societies of the Dioceses of Quebec and Toronto, nor any abrogation, repeal, change or alteration of the same, shall be of any force or effect until it shall have been sanctioned and confirmed by the Bishop of or administering such Diocese for the time being, by writing under his hand.

VI. And be it enacted, that nothing herein contained shall affect or be construed to affect in any manner or way the rights of Her Majesty, Her Heirs or Successors, or of any person or persons, or of any Body Politic or Corporate, such only excepted as are hereinbefore mentioned and provided for.

VII. And be it enacted, that this Act shall be deemed a Public Act, and shall be judicially taken notice of as such by all Judges, Justices of the Peace, and other persons whatsoever, without being specially pleaded.

THE END.